

UNITED STATES DISTRICT COURT
DISTRICT OF NEW HAMPSHIRE

| | | |
|-------------------------------------|---|-------------------------------|
| Harbour Capital Corporation, |) | |
| |) | |
| Plaintiff |) | Civil Action No. 08-cv-506-PB |
| |) | |
| v. |) | |
| |) | |
| Allied Capital Corporation, et al., |) | |
| |) | |
| Defendants |) | |
| |) | |

DEFENDANTS' RULE 68 OFFER OF JUDGMENT TO PLAINTIFF

Pursuant to Fed.R.Civ.P. 68, the Defendants offer to allow judgment to be taken by Plaintiff against them in the above referenced matter, according to the following terms:

1. Defendant offers to pay to plaintiff the sum of One Hundred Seventy Five Thousand dollars (\$175,000), inclusive of costs incurred by Plaintiff to date in this lawsuit. This offer of judgment is made for the purposes specified in Rule 68, and is not to be construed either as an admission that Defendants are liable in this action, or that Plaintiff has suffered any damage.
2. This offer, which is submitted in accordance with Rule 68, must be accepted within fourteen (14) days of service or it will be deemed withdrawn, and evidence thereof is not admissible except in a proceeding to determine costs.
3. If Plaintiff rejects this offer of judgment, Defendants shall, if Plaintiff obtains a judgment less favorable than the terms described above, seek from Plaintiff all costs incurred in connection with this Lawsuit from the date of this offer as permitted by the Court, and Plaintiff shall not be entitled to its post-offer costs incurred in the lawsuit.

Respectfully submitted,

Allied Capital and
Financial Pacific Corp.

By their attorneys,
SHEEHAN, PHINNEY, BASS + GREEN, P.A.

Dated: April 18, 2011

By: 

James F. Ogorchock, NH Bar No. 9360
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CERTIFICATE OF SERVICE

I hereby certify that on April 18, 2011, I served the following by hand delivery:

William E. Christie, Esq.
Steven M. Gordon, Esq.
Shaheen & Gordon, PA
107 Storrs Street
PO Box 2703
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James F. Ogorchock